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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

Proceeding	91176791
Party	Defendant MATTEL, INC.
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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

In the matter of Application Serial No. 78/751,105
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.

Applicant

TRIAL DECLARATION OF JAN HEININGER

JAN HEININGER declares under penalty of perjury as follows:

1. I am employed by Applicant Mattel, Inc. ("Mattel"). I have personal and firsthand knowledge of the facts set forth in this declaration, and if called as a witness would and could testify competently to these facts under oath.

2. I was raised and educated in the State of Michigan. I began working at Mattel in 1995. I worked as a copywriter on Mattel's Hot Wheels® ("HOT WHEELS") lines of die-cast toy cars from approximately 1997 until 2005. I also managed the copywriting for the HOT WHEELS Collector Division for approximately five years, from 2001 to 2005. In my work as a copywriter, I am charged with naming various product lines and drafting the "copy" (*i.e.* written

text) that appears on the packaging for the various Mattel toys or games for which I am responsible. I was the copywriter responsible for naming and creating the packaging copy for the HOT WHEELS “Motown Metal” Collector’s line of die-cast toy cars. I currently work as a copywriter in Mattel’s games department.

3. Mattel’s general process for naming products is as follows. Mattel’s marketing and/or product design departments inform me about a new product line and will then ask me to create a name for the product line. I will then generate ideas for proposed names and submit the proposed names to the marketing department for approval. When the marketing department agrees on a proposed name, I will fill out a trademark search request form and email the request form to Mattel’s legal department. Mattel’s legal department will then implement a trademark search and notify me whether my proposed name has cleared the trademark search. If the mark clears the trademark search, I will then instruct Mattel’s graphic designers to place the mark on the product’s packaging.

4. In approximately the fall of 2005, Mattel’s marketing department assigned me the task of creating a name for a series of HOT WHEELS die-cast toy cars modeled on famous American “muscle cars” produced by the “Big Three” Detroit automakers (*i.e.* General Motors, Ford, and Chrysler) in the late 1960s and early 1970s. The term “muscle car” refers to a fast, high-performance, “hot rod” type car with a large, powerful V8 engine. Classic Detroit muscle cars include the Chevrolet Camaro, the Pontiac GTO, and the Plymouth Road Runner.

5. As a native of Michigan and a car enthusiast, I was familiar with muscle cars in general and with the cars that Mattel’s marketing and product design departments were planning to use for their series of muscle car HOT WHEELS. The series of muscle car toys I was

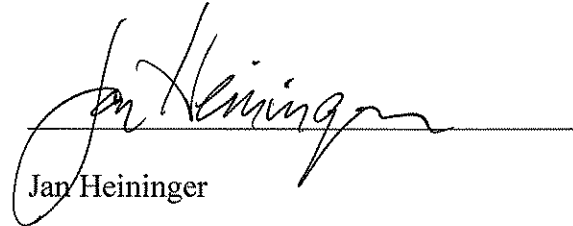
responsible for naming was part of HOT WHEELS' Collector Group – a line of HOT WHEELS cars targeted at adult collectors.

6. I came up with the name “Motown Metal” for this line of HOT WHEELS toy cars. I chose “Motown Metal” because of (a) the word *metal*'s association with cars, manufacturing, strength, and toughness; (b) the word *motown*'s reference to and association with the city of Detroit, Michigan, where the Big Three automakers are headquartered and where these cars were originally produced; and (c) the alliteration and number of syllables of the words *motown* and *metal*. I relied on my knowledge and experience of American car culture, as well my experience with the HOT WHEELS lines of toy cars, in creating the name “Motown Metal.” I felt that I chose a very good name for the line that accurately captured the spirit of these classic Detroit muscle cars.

7. I was and am aware that “Motown” is a nickname for the city of Detroit, Michigan. I was born and raised in Michigan and spent several years living in a suburb of Detroit. I understand that “motown” is a contraction of “motor town,” and I am aware that Detroit is often referred to by the nicknames “Motown,” “Motor Town,” and “Motor City.” I have personally heard the city of Detroit referred to as “Motown” on television and in conversation, and I have seen the city of Detroit referred to as “Motown” in print and Internet media.

8. After I created the name “Motown Metal,” I submitted it to Mattel's marketing and product design departments for their approval. They approved this name for this line of HOT WHEELS “muscle cars.” I then filed a request for a trademark search for “Motown Metal.” It is my understanding that the mark “Motown Metal” cleared the trademark search and was approved by Mattel for use in connection with a line of HOT WHEELS toy cars.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on June 2, 2009, at El Segundo, California.



Jan Heininger